UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

In Re: AUTOMOTIVE PARTS ANTITRUST LITIGATION	: 12-MD-02311 : Honorable Marianne O. Battani : Special Master Gene J. Esshaki
In Re: All Auto Parts Cases	: : 2:12-MD-02311-MOB-MKM
THIS DOCUMENT RELATES TO: ALL AUTO PARTS CASES	: :

NON-PARTY DOMESTIC DISTRIBUTORS AND NON-CORE SSEs' NOTICE OF FILING UNDER SEAL A PORTION OF THE REPLY IN SUPPORT OF NON-PARTY DOMESTIC DISTRIBUTORS AND NON-CORE SSEs' OBJECTIONS TO AND MOTION TO MODIFY SPECIAL MASTER'S ORDER REGARDING MOTION TO COMPEL DISCOVERY FROM NON-PARTY OEMS AND ORDERING NON-PARTY OEM RULE 30(b)(6) DEPOSITIONS

Non-Party Domestic Distributors[1] and Non-Core Specifically Subpoenaed Entities

("Non-Core SSEs")[2] pursuant to the Stipulation and Protective Order Governing the Production

and Exchange of Confidential Information ("Protective Order") (Dkt. 200) hereby provide notice

that a portion of the Reply In Support Of Non-Party Domestic Distributors and Non-Core SSEs'

Objections To And Motion To Modify Special Master's Order Regarding Motion To Compel

Discovery From Non-Party OEMs And Ordering Non-Party OEM Rule 30(b)(6) Depositions is

being filed under seal. The portion being filed under seal cites to and quotes from the under seal

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[1]   The Non-Party Domestic Distributors include: Hyundai Motor America; Kia Motors America, Inc.; and Mercedes-Benz USA, LLC.

[2]   The Non-Party Non-Core SSEs include: American Honda Finance Corp.; Daimler North America Corp. (MI); Daimler North America Corp. (NJ); Daimler Purchasing Coordination Corp.; Fiat Chrysler Finance North America, Inc.; Hyundai America Technical Center, Inc.; Hyundai Capital America; Hyundai AutoEver America, LLC; Mercedes-Benz Advanced Design of North America Inc.; Mercedes-Benz Credit Corp.; Mercedes-Benz Financial Services USA LLC; Mercedes-Benz Research & Development North America, Inc. (CA); Mercedes-Benz Research & Development North America, Inc. (MI); and Mercedes-Benz U.S. International, Inc.

declaration of an SSE employee that includes the SSE's confidential and proprietary information, which was designated Highly Confidential under the Protective Order. Dkt. 1229-13.

Paragraph 19 of the Protective Order provides that "this Order shall serve as a stipulated order for purposes of Civil Local Rule 5.3(b)" and requires all materials containing "Highly Confidential Information" (as defined in the Protective Order) to be filed under seal according to the procedures contained in the Protective Order. *See* Protective Order ¶ 7. The Protective Order applies "to non-parties." *Id.* ¶ 19.

The Domestic Distributors and Non-Core SSEs have determined in good faith that the sealed portion of the Reply contains confidential and proprietary information that meets the Protective Order's definition of "Highly Confidential - Outside Attorneys Only" information. No means other than sealing will preserve the confidentiality of the Non-Party's confidential business information.

Dated: May 23, 2016   Respectfully submitted:

                                                        /s Shon Morgan
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CERTIFICATE OF SERVICE

I certify that on May 23, 2016, I caused a true and correct copy of the:

NON-PARTY DOMESTIC DISTRIBUTORS AND NON-CORE SSEs' NOTICE OF FILING UNDER SEAL A PORTION OF THE REPLY IN SUPPORT OF NON-PARTY DOMESTIC DISTRIBUTORS AND NON-CORE SSEs' OBJECTIONS TO AND MOTION TO MODIFY SPECIAL MASTER'S ORDER REGARDING MOTION TO COMPEL DISCOVERY FROM NON-PARTY OEMS AND ORDERING NON-PARTY OEM RULE 30(b)(6) DEPOSITIONS

to be electronically filed with the Clerk of Court using the CM/ECF system, which will send notification of such filing to all counsel of record.

/s Shon Morgan
Shon Morgan

Attorneys for Hyundai Motor America and
Hyundai AutoEver America, LLC

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